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May 2, 2005

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MAY - 2 2005

Federal Communications Commission
Office of Secretary

BY HAND DELIVERY

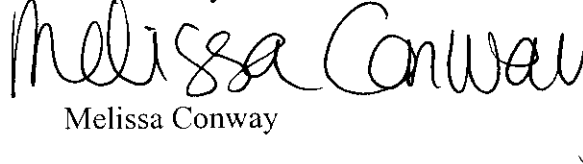
Marlene H. Dortch, Secretary
Federal Communications Commission
Office of the Secretary
445 12th Street, S.W.
Washington, D.C. 20554

Re: **CC Docket No. 00-257**: Notification of Transfer of Subscribers from ICG
Telecom Group, Inc. to Xspedius Communications, LLC and Subsidiaries
Pursuant to 47 C.F.R. Section 64.1120

Dear Secretary Dortch:

Enclosed please find an original and four (4) copies of the above-referenced notification. Also enclosed is a duplicate copy of this filing. Please date-stamp the duplicate upon receipt and return it in the envelope provided. Should you have any questions with respect to this matter, please contact Melissa Conway at (202) 955-9667.

Respectfully Submitted,


Melissa Conway

Enclosures

cc: Best Copy & Printing, Inc.

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**Federal Communications Commission
Office of Secretary**

Re: Notification of Transfer of Subscribers from ICG Telecom Group, Inc. to Xspedius Communications, LLC -- CC Docket No. 00-257

Dear Secretary Dortch:

Pursuant to Section 64.1120 of the Commission's rules, 47 C.F.R. § 64.1120, Xspedius Communications, LLC ("Xspedius Parent"), on behalf of itself and certain of its operating subsidiaries¹ (collectively, "Xspedius"), by its attorneys, respectfully notifies the Commission that, in furtherance of a transaction whereby Xspedius will acquire certain assets of ICG Telecom Group, Inc. ("ICG"), Xspedius intends to acquire certain customers of ICG.² Xspedius is complying with the Commission's rules and procedures governing compliance with section 258 of the Communications Act of 1934, as amended, including the provision of advanced written notice to all affected customers.

¹ Xspedius Management Co. Switched Services, LLC, Xspedius Management Co. International, LLC, Xspedius Management Co. of Birmingham, LLC, Xspedius Management Co. of Mobile, LLC, Xspedius Management Co. of Montgomery, LLC, Xspedius Management Co. of Atlanta, LLC, Xspedius Management Co. of Lexington, LLC, Xspedius Management Co. of Louisville, LLC, and Xspedius Management Co. of Chattanooga, LLC.

² Pursuant to the terms of an Asset Purchase Agreement ("Agreement") dated April 6, 2005 among ICG, ICG's parent company, ICG Communications, Inc. ("ICG Parent") and Xspedius Parent, Xspedius will acquire certain of the assets of ICG related to its communications business in five (5) markets: Birmingham, Alabama; Atlanta, Georgia; Louisville, Kentucky; Charlotte, North Carolina; and Nashville, Tennessee.

BY HAND DELIVERY

Marlene H. Dortch, Secretary

May 2, 2005

Page Two

In conformity with Commission rules, Xspedius provides the following information:

Parties to the Transaction: The parties involved in the transaction are Xspedius Communications, LLC and its operating subsidiaries listed in footnote 1 above, the transferees, and ICG Telecom Group, Inc., the transferor.

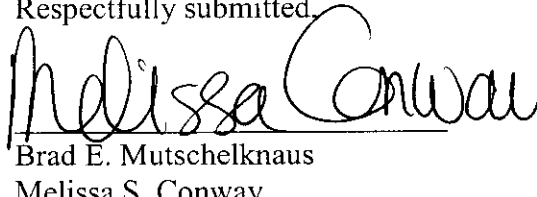
Types of Telecommunications Services Provided to the Affected Subscribers: ICG provides local and long distance telecommunications services, data services, information services and other communications services primarily to medium and large-sized business customers, ISPs, IXC's and other telecommunications carriers. Xspedius will provide the same services to the affected subscribers. The only ICG customers affected are located in Alabama, Georgia, Kentucky, North Carolina and Tennessee.

Date of Transfer of the Subscribers to Acquiring Carrier: ICG anticipates transferring the affected subscribers to Xspedius beginning on *June 3, 2005*, or as soon thereafter as the necessary regulatory approvals have been obtained.

Attached to this letter are (a) Xspedius' certification of compliance with the requirements of the Commission governing transfers of subscribers, and (b) a copy of the customer notice, as required under the rules.

Please contact the undersigned if you have any questions concerning this notification.

Respectfully submitted,



Brad E. Mutschelknaus

Melissa S. Conway

KELLEY DRYE & WARREN LLP

1200 19th Street, N.W., Suite 500

Washington, D.C. 20036

(202) 955-9600

Counsel for Xspedius Communications, LLC and ICG
Telecom Group, Inc.

Attachments

ATTACHMENT A
CERTIFICATION OF COMPLIANCE

CERTIFICATION OF XSPEDIUS

The undersigned hereby certifies as follows:

1. I have read the foregoing document and hereby verify that the statements therein are true, complete and correct to the best of my knowledge.

2. In accordance with Section 64.1120(e) of the Commission's rules, 47 C.F.R. §64.1120, Xspedius will comply with the required FCC procedures for the acquisition of the affected customers of ICG Telecom Group, Inc. including the provision of advanced written notice to all affected subscribers.

XSPEDIUS COMMUNICATIONS, LLC

By: James C. Falvey

Name: James C. Falvey

Title: Sr. V.P., Regulatory Affairs

Date: April 29, 2005

Sworn and subscribed to before me this
29 day of April 2005.

Touan E. Meals
Notary Public

My Commission expires: My Commission Expires June 30, 2009

ATTACHMENT B

CUSTOMER NOTICE



**AN IMPORTANT NOTICE REGARDING YOUR
TELECOMMUNICATIONS SERVICE FROM ICG COMMUNICATIONS, INC. AND
XSPEDIUS COMMUNICATIONS, LLC**

May 1, 2005

Dear Valued Customer:

We are very excited to inform you that the business and assets of ICG Communications, Inc. ("ICG"), and its affiliates in the states of Alabama, Georgia, Kentucky, North Carolina, and Tennessee are being acquired by Xspedius Communications, LLC ("Xspedius"), and its affiliates.

As part of this transaction, ICG customers will be transferred to Xspedius Management Co. Switched Services, LLC, an affiliate of Xspedius Communications, LLC, operating in all five states, as your new provider. Upon completion of the transaction and transition of ICG's business to Xspedius, ICG will no longer be providing telecommunications services to you in the five-state region. Xspedius and its affiliates will provide services to you under the single brand name of "Xspedius Communications."

The anticipated date for the transfer of your service to Xspedius Management Co. Switched Services, LLC is June 1, 2005, or as soon thereafter as the necessary governmental approvals can be obtained. As a customer of Xspedius, there will be no significant changes to the services you currently enjoy. For the foreseeable future, you will continue to receive all the features, current rates and terms and conditions of service that you receive today. Should there be any future changes in rates, terms and conditions of services, 30 days prior notice will be provided in writing or as otherwise permitted by law. Xspedius is committed to ensuring a smooth transition of your account.

Xspedius provides advanced, integrated telecommunications services targeted to small and medium business customers, including local and long distance telephone services in combination with enhanced communication features. Xspedius is already successfully operating in these states with nearly 10,000 business customers using our services. ICG customers will be pleased with the level of service provided by our local service and sales people. Additional information about Xspedius can be found on Xspedius' corporate website at www.xspedius.com.

You do not need to take any action, or pay any change charges, to be transferred to Xspedius. You will automatically become a customer of Xspedius Management Co. Switched Services, LLC upon completion of this transaction unless you exercise your right to choose another carrier and notify Xspedius in writing of such change within thirty (30) days of the date of this letter,. If you have a term contract with ICG and you change providers, you will be responsible for any applicable early termination charges. If you have placed a "freeze" on your ICG services to prevent an unauthorized transfer to another carrier, it will be automatically lifted to implement the transfer of your service. At your request, Xspedius can reestablish freeze protection for you after the transfer.

Xspedius Communications, LLC appreciates the opportunity to provide you with high quality services and outstanding customer service support, and looks forward to serving your business needs now and in the future. Until the transfer of services is complete, ICG will be responsible for handling any technical support issues, complaints or disputes associated with your services. The ICG Customer Support Help Desk can be reached at (888) 424-4440. If you have any questions or concerns regarding this transaction, please feel free to contact Xspedius at 1-800-937-7473 or via e-mail at the following address: ICGcustomers@xspedius.com. Xspedius looks forward to building a long term telecommunications relationship with you.

Mark W. Senda
Chief Executive Officer
Xspedius Communications, LLC

Dan Caruso
President & Chief Executive Officer
ICG Communications, Inc.

Xspedius Notice Address:

Xspedius Communications, LLC
5555 Winghaven Blvd., 3rd Floor
O'Fallon, Missouri 63366
Re: ICG Customer